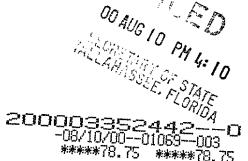
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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahasee, FL 32314



SUBJECT: PARK PLACE BUSINESS MANAGERS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$78.75 for Filing Fee & Certified Copy.

FROM:

Virginia Mathieson

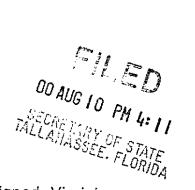
5327 Commercial Way Bldg B Suite 107

Spring Hill, FL 34607 (352) 592-9000

### ARTICLES OF INCORPORATION

OF

# PARK PLACE BUSINESS MANAGERS, INC.



KNOW ALL MEN BY THESE PRESENTS that I, the undersigned, Virginia Mathieson being a natural adult person, acting as incorporator of a corporation do hereby adopt the following Articles of Incorporation for PARK PLACE BUSINESS MANAGERS, INC.,

ARTICLE I

Name: The name of the corporation is

PARK PLACE BUSINESS MANAGERS, INC.

ARTICLE II

Principal Office::

5327 Commercial Way Bldg B Suite 107

Spring Hill, FL 34607

#### ARTICLE III

\_The purposes for which the corporation is organized are to engage in Purposes: and to do any lawful act concerning any and all lawful businesses for which corporations may be organized.

#### ARTICLE IV

The aggregate number of shares the corporation shall have Shares: authority to issue is 500,000 all of which shall be common stock having a par value of \$0.10, to be issued and disposed of for not less than the par value and at such time and in such manner as the Board of Directors may from time to time determine.

ARTICLE V

Registered Agent:

Virginia Mathieson

5327 Commercial Way Building B Suite 107

Spring Hill, FL 34607

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## ARTICLE VI

Incorporator:

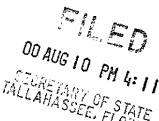
Virginia Mathieson

5327 Commercial Way Building B Suite 107

Spring Hill, FL 34607

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# CONSENT TO APPOINTMENT BY REGISTERED AGENT



I, Virginia Mathieson, voluntarily consent to serve as the registered agent for PARK PLACE BUSINESS MANAGERS, INC. on the date shown below.

! certify that I am an individual residing at 5035 Willow Oak Lane, Spring Hill, Florida 34607 and whose business office is identical with the registered office.

I know and understand the duties of a registered agent.

Dated this 7<sup>th</sup> day of August, 2000.

Virginia Mathieson